



BROWN-FORMAN

February 20, 2012

Marianne Ortiz Lodin
U.S. Environmental Protection Agency
Region 4
Office of Environmental Accountability
61 Forsyth Street, S.W., 13th Floor
Atlanta, GA 30303

Re: Request for Information for the Black Leaf Chemical Superfund Site
Located at 1391 Dixie Highway, Louisville, Kentucky (the "Site")

Dear Ms. Lodin:

Brown-Forman Cooperage ("B-F") is in receipt of your letter dated February 3, 2012, in which you have asked B-F to provide specific information with respect to the Black Leaf Chemical Superfund Site located at 1391 Dixie Highway in Louisville, Kentucky. Attached to this letter are B-F's responses to the items that were listed in your Information Request.

After searching through corporate documents, discussing the Louisville Cooperage Company with B-F employees who have been involved with our cooperage business, and searching the title for the property where Louisville Cooperage may have once operated, it is clear that no B-F entity ever: (1) had any interest in the ownership or operation of Louisville Cooperage, or (2) any interest in the property at 1391 Dixie Highway, that is the subject of this Information Request. On the contrary, our research into the questions you provided indicates that Louisville Cooperage was a direct competitor to the cooperage operations of B-F.

The attached answers to your Information Request provide more specific details on the conclusions that B-F has reached with respect to ownership and operations at the Black Leaf Superfund Site. If you have any further questions with respect to this response, please do not hesitate to contact me.

Very truly yours,

Andy Battjes
Manager, Environmental Performance

Cc: Mary Barrazotto w/encl
File w/encl



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**BROWN-FORMAN RESPONSES TO EPA INFORMATION REQUEST
REGARDING THE BLACK LEAF CHEMICAL SUPERFUND SITE**

1. Identify the primary contact person(s) to whom EPA may send future correspondence by:
 - a. Full name and title;
 - b. Mailing address and physical address; and
 - c. Daytime telephone number.

ANSWER:

Andy Battjes -- Manager, Environmental Performance.
850 Dixie Highway, P.O. Box 1080, Louisville, KY 40201-1080.
(502) 774-6782.

2. For each and every Question contained herein identify the person(s) answering these Questions and all persons consulted in the preparation of the answer. Identify all documents consulted, examined, or referred to in the preparation of the answer or that contain information responsive to the Question, and provide true and accurate copies of all such documents.

ANSWER:

Andy Battjes has compiled these responses. Where others were consulted for information, they are identified in the individual responses.

Corporate Successor

3. Is the Company the successor to all liabilities, including those under CERCLA, of Louisville Cooperage?

ANSWER:

No.

4. If your answer to number 3 above is "no," respond fully to the following questions:
 - a. Describe in detail the Company's past and current relationship with Louisville Cooperage, and any parcel of the Site property in Louisville, KY.

ANSWER:

Neither Brown-Forman Corporation ("B-F") nor any of its subsidiaries or affiliates had any relationship with Louisville Cooperage. B-F has operated a cooperage (currently Brown-Forman Cooperage) for many years and Louisville Cooperage

was a competitor of B-F. This information was provided by current B-F employees Todd Roe and Jerry Nalley who have worked in the cooperage business at B-F.

- b. State the date on which the Company acquired ownership or an interest in Louisville Cooperage, and the Site. State the prior owners, if any, of Louisville Cooperage, and the Site. Submit a copy of all documents relating to the Company's purchase of Louisville Cooperage.

ANSWER:

As stated above, B-F never had any ownership interest in Louisville Cooperage.

- c. Did the company sell or otherwise divest itself of any stock, assets, or other interest in Louisville Cooperage, or any other company which operated a facility any parcel of the Site property?

ANSWER:

B-F never owned any interest in Louisville Cooperage.

- d. If the answer to 4(c) is "yes," fully describe the nature of the sale and/or transaction. State if the transaction consisted of a merger, consolidation, sale or transfer of assets and submit all documents relating to such transaction, including all documents pertaining to any agreements, express or implied, for the purchasing corporation to assume the liabilities of the selling corporation.

ANSWER:

Not applicable.

- e. Did the Company retain the liabilities of Louisville Cooperage for events prior to the sale?

ANSWER:

B-F never owned any interest in Louisville Cooperage.

Acquisition of Site Property

5. Describe what you know about Louisville Cooperage's operations at the Site, including, but not limited to, the type of operations maintained at the Site and dates of operation.

ANSWER:

B-F has no knowledge of Louisville Cooperage's operations at the Site.

6. During Louisville Cooperage's operation of the Site, do you know or have reason to know that any hazardous substances, including but not limited to lead or arsenic were disposed of on or at the Site?

ANSWER:

B-F has no knowledge of Louisville Cooperage's operations at the Site.

7. During Louisville Cooperage's operation of the Site, do you know or have reason to know that any coal-fired power plant was operated on or at the Site?

ANSWER:

B-F has no knowledge of Louisville Cooperage's operations at the Site.

8. Identify all persons, including the Company's employees, who may have knowledge, information or documents about Louisville Cooperage's operations or the manufacturing, mixing, storage, disposal, or other handling of hazardous materials or coal at or transportation of materials to the Site.

ANSWER:

B-F has no knowledge of Louisville Cooperage's operations at the Site.

Louisville Cooperage Operations

9. Describe the nature of Louisville Cooperage's activities or business at the Site, with respect to purchasing, receiving, manufacturing, mixing, processing, storing, treating, disposing, or otherwise handling hazardous substances or materials, including but not limited to lead and arsenic, at the Site.

ANSWER:

B-F has no knowledge of Louisville Cooperage's operations at the Site.

10. Describe the current and/or past nature of your business activities and operations conducted at the Site including but not limited to Louisville Cooperage, state incorporations, subsidiaries, and parent companies, and provide the number of employees. Provide:

- a. A general description of any major production process at each facility;

ANSWER:

B-F has no knowledge of Louisville Cooperage's operations at the Site.

- b. Identify any hazardous substances, pollutants, contaminants, or material waste streams generated by each facility;

ANSWER:

B-F has no knowledge of Louisville Cooperage's operations at the Site.

- c. A list of the raw materials used in each process identified;

ANSWER:

B-F has no knowledge of Louisville Cooperage's operations at the Site.

- d. Specify the nature, volume, and content of each stream, and describe the disposal process for each identified waste stream; and

ANSWER:

B-F has no knowledge of Louisville Cooperage's operations at the Site.

- e. Identify whether Louisville Cooperage ever used either chromated copper arsenate, pentachlorophenol, or creosote as preservatives in the process for treatment of wood products stored at the Site (i.e. whiskey barrels). If so, please identify the process used (e.g., if it involved dipping lumber using these preservatives, or if pressure treating was conducted).

ANSWER:

B-F has no knowledge of Louisville Cooperage's operations at the Site.

11. Is Respondent the current owner or previous owner of any interest in any parcel of the Site Property? If so, please describe the interest or previous interest Respondent holds and provide a legible copy of the documents of transfer, including any deed, tax certificate, receipt, mortgage, or financing statement relating to the acquisition or previous acquisition of the Site Property.

ANSWER:

To the best of its knowledge and information, B-F has never owned any interest in any parcel of the Site Property. B-F further requested its outside counsel at the law firm of Stoll Keenon Ogden PLLC ("SKO") to search the real property records in the Office of the Clerk of Jefferson County, Kentucky, to confirm the ownership of the Site Property over the past 60 years. As noted in the attached memo to B-F from SKO, that search did not reveal any ownership of or any interest in the Site Property by B-F or any of its subsidiaries over the referenced period. (See Attachment 1.)

12. If any of the documents requested or needed to answer any of the questions in this request are not in your possession, custody, or control, or easily attainable, identify the persons from whom such information or documents may be obtained, and/or identify where such records would be physically located? Please include a narrative description, along with a physical address. If the records were destroyed, provide the following:

- a. Your company's document retention policy;
- b. A description of how the records were destroyed (burned, trashed, etc.) and the approximate date of destruction;
- c. A description of the type of information that would have been contained in the documents;
- d. The name, job title and most current address known by you of the person(s) who would have produced these documents, the person(s) who would have been responsible for the retention of these documents; the person(s) who would have been responsible for the destruction of these documents; and the person(s) who had and/or still may have the originals or copies of these documents.

ANSWER:

B-F has no documents responsive to this request.

13. If Respondent of any other persons other than those you have already identified, who may be able to provide a more detailed or complete response to any Question contained herein or who may be able to provide additional responsive documents, identify such persons by providing those persons' names, current mailing addresses, current telephone numbers, and the additional information or documents that they may have.

ANSWER:

All persons with knowledge have been identified in response to previous questions.

ATTACHMENT 1

RESPONSIVE TO QUESTION 11



STOLL · KEENON · OGDEN

MEMORANDUM

TO: Andy Battjes
Manager, Environmental Performance
Brown-Forman Corporation

FROM: Anthony L. Schnell, Esq. *AS*

DATE: February 16, 2012

RE: 1391 Dixie Highway Title

You have requested this firm ("SKO") to search the records of the Office of the Clerk of Jefferson County, Kentucky, and the Office of the Jefferson County Property Valuation Administrator, to confirm the current ownership of real property located at 1391 Dixie Highway in Louisville, Jefferson County, Kentucky (the "Property"), and to also determine whether Brown-Forman Corporation ("B-F") previously owned or had any interest in all or any portion of the Property. SKO was able to trace title to many 'parts' of the Property back into the 1920's. However, prior to the consolidation of the Property into its current size, several separate divided parcels comprised the Property, with each separate parcel thereby having its own independent title chain. Based upon the time and expense required to trace the title on the numerous parcels of the Property back beyond an approximate sixty (60) year span, SKO limited the scope of the search as set forth below:

1999-2012 – Property (currently) owned by Louisville Industrial Park, LLC;

1999 – Property owned for 1 day by U.S. Wood Products, Inc.;

1983-1999 – Property owned by Louisville Hardwoods, Inc. (f/k/a Lanham Lumber & Dry Kiln Co., Inc.);

1951/1958/1959-1983 – Property owned by Schenley Distillers, Inc. ("Schenley"). Three (3) separate portions of the Property (now comprising the whole) were conveyed to Schenley, as follows:

1959 – the 'largest' tract was conveyed to Schenley by Diamond Alkali Company – Diamond Alkali had obtained title in 1957 from Diamond Black Leaf Company, which had obtained title in 1955 from Virginia-Carolina Chemical Corporation, which had obtained title in 1953 from Tobacco By-Products and Chemical Corporation, which had obtained partial titles over the period from 1924 to 1950 from numerous individuals (none of which included B-F), and from Louisville Cooperage Company {in 1945};

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Performance, Brown-Forman Corporation
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1958 – another of the tracts was conveyed to Schenley by Tick Brothers, Incorporated;

1951 – another of the tracts was conveyed to Schenley by Louisville Cooperage Company. (Louisville Cooperage Company had taken title to several tracts from several individuals (none of which included B-F), the Kentucky-Indiana Terminal Railroad Company, and also from Bernheim Distilling Company.¹

Based upon the foregoing, during the period researched, B-F has never owned nor had any interest in all or any portion of the real property located at 1391 Dixie Highway in Louisville, Jefferson County, Kentucky. Let me know if you have any additional questions or comments.

¹ You indicated, and SKO's files and attorney recollections confirm, that none of Schenley Distillers, Louisville Cooperage Company or Bernheim Distilling Company were owned, operated, or controlled by B-F or any subsidiary or affiliate thereof.